

**IN THE UNITED STATES DISTRICT COURT  
FOR THE WESTERN DISTRICT OF TEXAS  
WACO DIVISION**

<b>WSOU INVESTMENTS LLC D/B/A BRAZOS LICENSING AND DEVELOPMENT,</b>	§	<b>C.A. NO. 6:20-cv-00487-ADA</b>
	§	<b>C.A. NO. 6:20-cv-00488-ADA</b>
	§	<b>C.A. NO. 6:20-cv-00489-ADA</b>
<i>Plaintiff,</i>	§	<b>C.A. NO. 6:20-cv-00490-ADA</b>
	§	<b>C.A. NO. 6:20-cv-00491-ADA</b>
	§	<b>C.A. NO. 6:20-cv-00492-ADA</b>
<b>v.</b>	§	<b>C.A. NO. 6:20-cv-00493-ADA</b>
	§	<b>C.A. NO. 6:20-cv-00494-ADA</b>
<b>ZTE CORPORATION, ZTE (USA) INC. AND ZTE (TX), INC.,</b>	§	<b>C.A. NO. 6:20-cv-00495-ADA</b>
	§	<b>C.A. NO. 6:20-cv-00496-ADA</b>
<i>Defendants.</i>	§	<b>C.A. NO. 6:20-cv-00497-ADA</b>

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**DECLARATION OF CHAO SHAN**

The undersigned Declarant, CHAO SHAN, of lawful age, hereby declares, deposes and states as follows, under penalty of perjury:

1. I am the Vice-President of Human Resources for Defendant ZTE (TX), Inc. and therefore have personal knowledge of the matters asserted in this Declaration.
2. ZTE (TX) INC. has only two places of business, one in San Diego, CA and one in Morristown, NJ.
3. ZTE (TX) Inc. is incorporated in Texas.
4. ZTE (TX) Inc. is a wholly owned subsidiary of ZTE Hong Kong Ltd., which is in turn a wholly owned subsidiary of ZTE Corporation.
5. ZTE (TX) Inc. is a separate company and maintains all corporate formalities independently of all other companies (including its parent), maintaining separate books and records, separate bank accounts, and separate assets.
6. ZTE (TX) Inc. conducts research and development activities for ZTE Corporation and provides technical marketing support in connection with ZTE Corporation products. ZTE Corporation is the only customer of ZTE (TX) Inc.

7. ZTE (TX) Inc.'s research and development are focused upstream on technologies potentially relevant to the development of products in the future and is therefore not directed towards, nor performed in contemplation of, any specific handsets or network devices (whether accused in any of these cases or not, and whether sold or offered for sale in the United States or not); this business is distinct and separate from ZTE Corporation and from ZTE (USA) Inc.

8. ZTE (TX) Inc. does not make, sell, or offer for sale any handsets or network devices (whether for end use, distribution, third-party demonstrations, qualification testing, or any other commercial purpose; whether accused in any of these cases or not; and whether sold or offered for sale in the United States or not) anywhere in the world.

9. ZTE (TX) Inc. may use limited quantities of handsets or network devices incidentally in the course of its business. Consequently, although ZTE (TX) Inc. is not in the business of importing handsets or network devices, it cannot rule out the possibility that some of the devices its personnel use internally were imported.

10. ZTE (TX) Inc. does not import or use any handsets or network devices (whether for end use, distribution, third-party demonstrations, qualification testing, or any other commercial purpose; whether accused in any of these cases or not, and whether sold or offered for sale in the United States or not) within the Western District of Texas.

11. ZTE (TX) Inc. does not now have, and has not at any time since at least as early as August 31, 2018, had any place of business (including without limitation any physical place of business, any regular and established place of business, or any place of business of ZTE (TX) Inc.) within the State of Texas (including the Western District of Texas).

12. ZTE (TX) Inc. does not own, lease, operate, manage, maintain, or otherwise exercise possession or control over any offices, warehouses, stores, servers, storage facilities,

distribution facilities, manufacturing facilities, or other facilities, or other real or personal property in the Western District of Texas.

13. ZTE (TX) Inc. does not market or advertise as having a place of business in the Western District of Texas.

14. ZTE (TX) Inc. did maintain a physical location at Plaza 7000, 7000 Mopac Expressway, 2nd Floor, Austin, Texas until August 31, 2018. Subsequent to that date, however, ZTE (TX) Inc. has not maintained any physical location in the State of Texas and has not advertised or made representations that it has a place of business in Western District of Texas, including without limitation telephone directories, websites, or signs on buildings.

15. On November 26, 2019, ZTE (TX) Inc. paid in error \$1128 USD (\$1 USD service fee) in 2019 taxes in Travis County. A similar tax bill for 2020 was issued to ZTE (TX) Inc.

16. ZTE (TX) Inc. became aware of these mistakenly filed taxes through counsel in November 2020.

17. On November 30, 2020 ZTE (TX) Inc. filed a Form for Rendition of Taxable Property in Travis County indicating that ZTE (TX) Inc. moved its business on August 31, 2018 and that no ZTE (TX) Inc. assets remain in the county.

18. ZTE (TX) Inc. does not conduct any business (including any banking activities), out of any location in the Western District of Texas; and does not advertise or represent that it has any place of business, address, or telephone listing in the Western District of Texas.

19. No employees of ZTE (TX) Inc. live or work within the Western District of Texas.

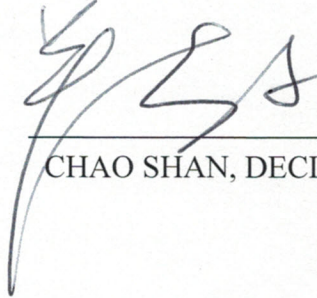
20. None of ZTE (TX) Inc.'s employees are expected to have unique or particularized knowledge relevant to any of these cases.

21. ZTE (TX) Inc.'s registered agent and registered office in the State of Texas are,

and at all times since before these cases were filed on June 3<sup>rd</sup>, 2020 have been, CT Corporation System located at 1999 Bryan St, Suite 900, Dallas, TX 75201, which is in the Northern District of Texas.

I DECLARE UNDER PENALTY OF PERJURY THAT THE FOREGOING IS TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.

**EXECUTED** this 3 day of December, 2020.



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CHAO SHAN, DECLARANT